

FORM D

UNITED STATES 0205
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

## FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

•	B APPR	ROVAL	
	400000	2000	2070

Expires: 3235-0076
Expires: August 31, 1998
Estimated average burden
hours per response . . . 16.00

SEC USE ONLY							
Prefix	Serial						
DATE RE	CEIVED						

	f this is an amendment and name has changed, and in	ndicate change.)
<del></del>	Stock Purchase Plan of Solvay Bank Corp.	
Filing Under (Check box(es) tha	it apply): 🖾 Rule 504 🔲 Rule 505 🖂 Rule 506	6 Section 4(6) ULOE
Type of Filing:	☐ Amendment	•
	A. BASIC IDENTIFICATION DATA	A
1. Enter the information reques	ted about the issuer	•
Name of Issuer ( check if t	his is an amendment and name has changed, and indi	cate change.)
Solvay Bank Corp.	·	
Address of Executive Offices	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
1537 Milton Avenue	Solvay New York 13209	(315) 468-1661
Address of Principal Business C (if different from Executive Off	perations (Number and Street, City, State, Zip Code) ices)	Telephone Number (Including Area Code)
Brief Description of Business		
•		PROCESSED
Holding Company of State	Chartered Commercial Bank	FNUULOULU
nording company or brace	Shartered Commercial Bank	<del></del>
Type of Business Organization		AUG 6 / 2002
☑ corporation	☐ limited partnership, already formed	other (please specify): THOMSON
☐ business trust	☐ limited partnership, to be formed	FINANCIAL
Actual or Estimated Date of Inc	· ·	☑ Actual ☐ Estimated
Jurisdiction of Incorporation or	Organization: (Enter two-letter U.S. Postal Service a CN for Canada; FN for other foreign	

## **GENERAL INSTRUCTIONS**

## Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

## State

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (2-97) 1 of 8

A. BASIC IDEN	TEICATION DATA
2. Enter the information requested for the following:	Pair A
• Each promoter of the issuer, if the issuer has been organize	ed within the past five years;
<ul> <li>Each beneficial owner having the power to vote or dispose, securities of the issuer;</li> </ul>	or direct the vote or disposition of, 10% or more of a class of equit
Each executive officer and director of corporate issuers and executive officer and director of corporate issuers.	of corporate general and managing partners of partnership issuers; an
• Each general and managing partner of partnership issuers.	
Check Box(es) that Apply:   Promoter Beneficial Owner	☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)	100 mm
Falso, Alvin D.	$\mathcal{L}(t) = \mathcal{L}(t) + \mathcal{L}(t) = \mathcal{L}(t) + \mathcal{L}$
Business or Residence Address (Number and Street, City, State,	Zip Code)
1537 Milton Ave. Solvay New York 13200	
Check Box(es) that Apply:  Promoter  Beneficial Owner	☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)	the entire of the second of th
Beagle, Richard A.	A CONTROL OF THE LOCAL PROPERTY OF THE PROPERT
Business or Residence Address (Number and Street, City, State,	Zip Code)
1537 Milton Ave., Solvay, New York 1320	9: Carlotte and the state of th
Cheek, Box(es), that Apply:	☐ Executive Officer ☐ Director ☐ General and/or—Managing Partner
Full Name (Last name first, if individual)	the sales of the sales are the sales of the
Mello, Paul P.	198 Min 22 Section 1985
Business or Residence Address (Number and Street, City, State,	Zip Code)
1537 Milton Ave., Solvay, New York 13209	
Check Box(es) that Apply:	☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)	STATE AND THE WAY TO SHARE A SHARE WHAT IN THE PROPERTY AND THE PROPERTY A
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Business or Residence Address (Number and Street, City, State,	The state of the s
2746 Dunbar Woods Rd., Marcellus, New yor	k 13108
Check Box(es) that Apply:   Promoter Beneficial Owner	Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	well to find the state of the s
DeSpirito, John C., III	Campagan at some some control of the
Business or Residence Address (Number and Street, City, State,	
500 N. Orchard Rd., Solvay, New York 1320	19 Control of the Control of the Control of the State of
Check Box(es) that Apply: Promoter D Beneficial Owner	☐ Executive Officer ☐ Director ☐ General and/or Managing Partner
Full Name (Last name first, if individual)	miles and the contraction of the
Fallon, Paul T.	Gentled Control of the Control of th
Business or Residence Address (Number and Street, City State,	Zip-Code)
100 W. Lake Rd., Skaneateles, New York 131	.52
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer
Full Name (Last name first, if individual)	The second of th
Farnham, John H. Jr.	Canbrille of the set of the first had
Purineer or Residence Address "Mumber and Street City State	Zip Code)
304 Lansdowne. Dewitt New York 13214	The state of the s

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A. BASIC IDENTIFICATION DATA	
2. Enter the information requested for the following:	G. C. C. C.
• Each promoter of the issuer, if the issuer has been organized within the past five years;	* , *
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% securities of the issuer;	or more of a class of equi
• Each executive officer and director of corporate issuers and of corporate general and managing partner	s óf partnérship issuess as
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122 Wynthrop Rd., Solvay, New York 13209	and the same of th
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usiness or Residence Address (Number and Street, City, State, Zip Code)	4 8 4 4 Air 18
17 Quaker Hill Rd., Syracuse, New York 13224	The said and security and security and security
heck Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	General and/or Managing Partner
ull Name (Last name first, if individual)	SC 51, 125 1 5 71 1 1 1
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1287 Hencoop Rd. Skaneateles. New York 13152	Company Company
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Tarolfi, Eugene D.	
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Boehlem, James A.	oi coloidaec
usiness or Residence Address (Number and Street, City, State, Zip Code)	Bruil Tom expendence
Syracuse University, Manley Field House, Syracuse, New York-13244	16001 - 4 000
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ull Name (Last name first, if individual)	生物子 医中毒性腹膜炎
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lusiness or Residence Address (Number and Street, City, State, Zip Code)	State of the state
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				B. I	NFORMA	TION AB	OUT OFF	ERING					
1 Has	the issuer s	old, or do	es the issi	er intend	to sell to	non-accre	dited inves	tors in thi	s offering		· · · · · · · · · · · · · · · · · · ·	Yes	No
,,	-				in Append				_	· • • • • • • • • • • • • • • • • • • •	• • • • • • •	. 🖾	
2. Wha	it is the mir	nimum inv						•		Whole Sha	are Pric	e \$ 54	.75
					<b>-</b>						****	Yes	No
3. Does	s the offeri	ng permit	joint own	ership of	a single un	it?							
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Full Name	e (Last nan	ne first, if	individual	1)		<u> </u>			···	<del></del>	<del></del>		<del></del>
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N/A Business o	or Residenc	e Address	(Number	and Stree	t. City. Sta	te. Zip C	ode)			<del> </del>			
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Business of	or Residenc	e Address	(Number	and Stree	t, City, Sta	ate, Zip Co	ode)						
Name of	Associated	Broker or	Dealer										
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(Check	"All State	s'' or chec	k individu	al States)						<b></b>		☐ All	States
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	C. OFFERING PRICE, NUMBER OF ENVESTORS, EAPENSES AND USE (	T PRUCE			
	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box $\square$ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Υ ;	aller o	A a seen	t maj tij var de se
	Type of Security  1. Security 1. Security 2. Security 2. Security 2. Security 3. Security	Aggres Offering		Amo	unt Already Sold
	Debt	\$ 00.	00	s	00.00
	Equity	\$235,962	.32	S_3	5,573.00
,	Common Deferred				
	Convertible Securities (including warrants)	5 00	.00	<b>S</b>	00,00
	Partnership Interests		.00	. \$	00.00
	Other (Specify		.00	<b>S</b>	00.00
	Total				5,573.00
	Answer also in Appendix, Column 3, if filing under ULOE.			. <i>Sau</i> ta	77.44.
(	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases: For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" If answer is "none" or "zero."	o til og ott o kraj ott	. Your 1 393	i yarti markesii To Seesi	and the following
	The state of the s	Numb		Doll	Amount Purchases
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	and the same of th	139	9		573.00
	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.	13		<b>\$_3</b> 6	,573.00 ///////////////////////////////////
1	Total (for fillings under Rule 504 only)		.2 } c)	\$_36 5.30°C 3 5988.425	,573.00 4732-212 3 - 3 - 1
1	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.	Туре	.e [ 2]	\$ 36	,573.00 
1	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Fart C - Question 1.  Type of offering  Rule 505.	Type o	or lead	\$ 36 San Car room car Dolla	,573.00 .coa.co.
1	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering  Rule 505.	Type o	or Sympton	S 36	r Amount Sold
1	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering, Classify securities by type listed in Fart C - Question 1.  Type of offering  Rule 505.  Rule 504.  Common Stock	Type (	or Cyress	\$ 36 5 xo 7 xo	r Amount Sold
1	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering, Classify securities by type listed in Fart C - Question 1.  Type of offering  Rule 505.  Rule 504.  Common Stock	Type (	or Cyress	\$ 36 5 xo 7 xo	r Amount Sold
! ! . a s	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Fart C - Question 1.  Type of offering  Regulation A	Type o	ST Lybert 1	\$ 36 5 36 5 5 36 5 5 3 5 5 5 154	573.00 F Amount Scid
! ! . a s	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering  Rule 505  Regulation A  Common Stock  Total  Common Stock  Total  Furnish a statement of all expenses in connection with the issuance and distribution of the securities-in-this offering. Exclude-amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure	Type o	ST Lybert 1	\$ 36 5 36 5 5 36 5 5 3 5 5 5 154	573.00 F Amount Scid
! ! . a s	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering  Rule 505  Regulation A  Rule 504  Common Stock  Total  Common Stock  Total  Common Stock  Total  Common Stock  Total  Common Stock  The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	Type o	in the state of th	5 36 5 76 77 Dolla 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	r Amount Scid
! ! . a s	Answer also in Appendix, Column 4, if filling under ULOE.  If this filling is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer. To date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering  Rule 505  Regulation A  Rule 504  Common Stock  Total  Common Stock  Total  Total  Total Statement of all expenses in connection with the issuance and distribution of the recurities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs	Type o	is in the second	5 36 5 76 77 Dolla 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	r Amount Scid
! ! . a s	Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4, if filing under ULOE.  If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Fart C - Question 1.  Type of offering  Rule 505  Regulation A  Rule 504  Common Stock  Total  Common Stock  Total  Common Stock  Total  Common Stock  The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees	Type o	OF CONTRACTOR OF	\$_36 36 26 25 3 3 5_54 \$_154 \$_54	7 Amount Sold
! ! . a s	Answer also in Appendix, Column 4, if filling under ULOE.  If this filling is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Type of offering  Rule 505  Regulation A  Rule 504  Common Stock  Total  Furnish a statement of all expenses in connection with the issuance and distribution of the securities-in-this offering. Exclude-amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees	Type o	) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) (	\$_36 \$_30 Dolla \$_55 \$_154 \$_54	573.00 F Amount Scid 833.00 833.00 00.00 00.00
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1. a s	Answer also in Appendix, Column 4, if filling under ULOE.  If this filling is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer. To date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.  Rype of offering Rule 505 Regulation A Rule 504 Common Stock  Total Common Stock  Transfer Agent's Fees  Printing and Engraving Costs  Legal Fees  Accounting Fees.	Type of pa. Security	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	\$_36 \$_36 \$_36 \$_35 \$_154 \$_5 \$_5 \$_5 \$_5	F Amount Scid 1982 1833 00 00 00 00 00 00 00 00 00 00 00 00 0

	C. 09									
ti	Enter the difference on 1 and total expense adjusted gross proces	es furnishe	d in response to	Part C - Ques	tion 4.a. This	difference	is the		5	\$_36_573.00
u	adicate below the amosed for each of the pistimate and check the he adjusted gross pro-	urposes sho box to the l	wn. If the amount of the estima	unt for any pur ite. The total of	rpose is not known the payments l	own, furni isted must	sh an equal		;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;	
								Payments		
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	-Salaries and fees :	· ····	, 				_			s Linear D
	Purchase of real es	tate			*********	• • • • • • •				Parchers. 2
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	See Appendix, Column 5,	for state response.		
2. The undersigned issuer hereby undert Form D (17 CFR 239.500) at such ti	akes to furnish to any state a mes as required by state law.	dministrator of any state:	in which this notice is fil	ed, a notice on
3. The undersigned issuer hereby undert issuer to offerees.	akes to furnish to the state a	iministrators, upon writte	n request, information fi	urnished by the
4. The undersigned issuer represents the limited Offering Exemption (ULOE) of this exemption has the burden of	t the issuer is familiar with the of the state in which this noti	ce is filed and understands	satisfied to be entitled that the issuer claiming	to the Uniform the availability
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APPENDIX 2 ... 5 Disqualification Type of security under State ULOE គ្នាប់ ដែល គ្នាសាក្ស Intend to sell and aggregate (if yes, attach Type of investor and Type of investor offering price to non-accredited z explanation of offered in state investors in State amount purchased in State waiver granted) (Part B-Item 1) (Part C-Item1) (Part C-Item 2) (Part E-Item1) Number of Number of ne becama distriction Accredited Non-Accredited Yes No Investors and Investors and State ' : 1.3 Amount Amount -Yes a entir tigal ve ill 21.478 \$1.3 16 gard a AL கு நடியிரந்தல் frish Howard To me and martin octomorace marke Con state of a state 8. 1 W ्रों हर है जिस कार्य को का दानशास्त्र के १ एक एक प्राप्त है। 12.00 ali, often e AK' CAP SET COST SET ΑZ นต์แ SALL SECTE (10 m 4) might AR CA CO CT DE DC FL **GA** HI ID IL IN IA KS KY LA ME MD MA MI MN at aid to notice to ភាពនេះ ក្រុស *មេ ខេស្ស* ស្រីស្រី **ភាពល** ទំនិស្ស ស្នង ន 19 dil 2 \$15 to 100 a. Wasa the state of the sound of the same of the same MS TLUE TEER MO

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